

NOTICE OF INTENT

TO: Scorpion Fitness Inc. and Scorpion Club Ventures, LLC ("Tenant").

PREMISES: All rooms/areas of a portion of the ground floor, mezzanine, and lower level, as shown hatched on the floor plans annexed hereto as **Exhibit 1** and incorporated by reference as if fully set forth in length, in the building known as and located at 220 Fifth Avenue, New York, New York 10001.

LEASE: dated December 19, 2014, by and between Landlord's predecessor-in-interest, Dino & Sons Realty Corp., as landlord, and Tenant, as tenant. Said Lease being modified by a First Lease Modification Agreement, dated June 30, 2017.

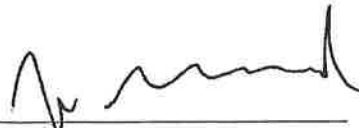
DATE OF THIS NOTICE: December 20, 2017

PLEASE TAKE NOTICE, you are justly indebted to the Landlord of the Premises in the total sum of \$81,644.41, as set forth in the ledger annexed hereto as **Exhibit 2** and incorporated by reference as if fully set forth in length, which sum you are required to pay on or before **January 2, 2018**, that being at least five (5) days after the date of service of this Notice upon you. That, in accordance with Sections 17 and 31 of the referenced Lease, if you fail to pay the aforementioned rental arrears on or before **January 2, 2018**, the Landlord shall be entitled to: (i) apply and retain the whole or part of the Security Deposit to the extent required for the payment of the aforementioned rental arrears; and (ii) you shall be required to deposit with Landlord the amount so applied or retained so that Landlord shall have the full Security Deposit on hand at all times during the Term pursuant to Section 31 of the referenced Lease.

PLEASE TAKE FURTHER NOTICE, this Notice is served upon you pursuant to Sections 17, 27, and 31 of the Lease and other applicable provisions of law and/or statutes.

PLEASE TAKE FURTHER NOTICE, pursuant to Sections 19, 31, and 51(B) of the Lease, you are responsible for any and all legal expenses and attorneys' fees incurred by the Landlord.

PLEASE TAKE FURTHER NOTICE, that any response to this Notice must be sent and directed to the below-named attorneys for the Landlord.


Kossoff, PLLC
Attorneys for Landlord
By: Joseph Goldsmith, Esq.
217 Broadway, Suite 401
New York, New York 10007
Tel.: (212) 267-6364
Email: jgoldsmith@kaulaw.com

220 FIFTH REALTY LLC
[Landlord]


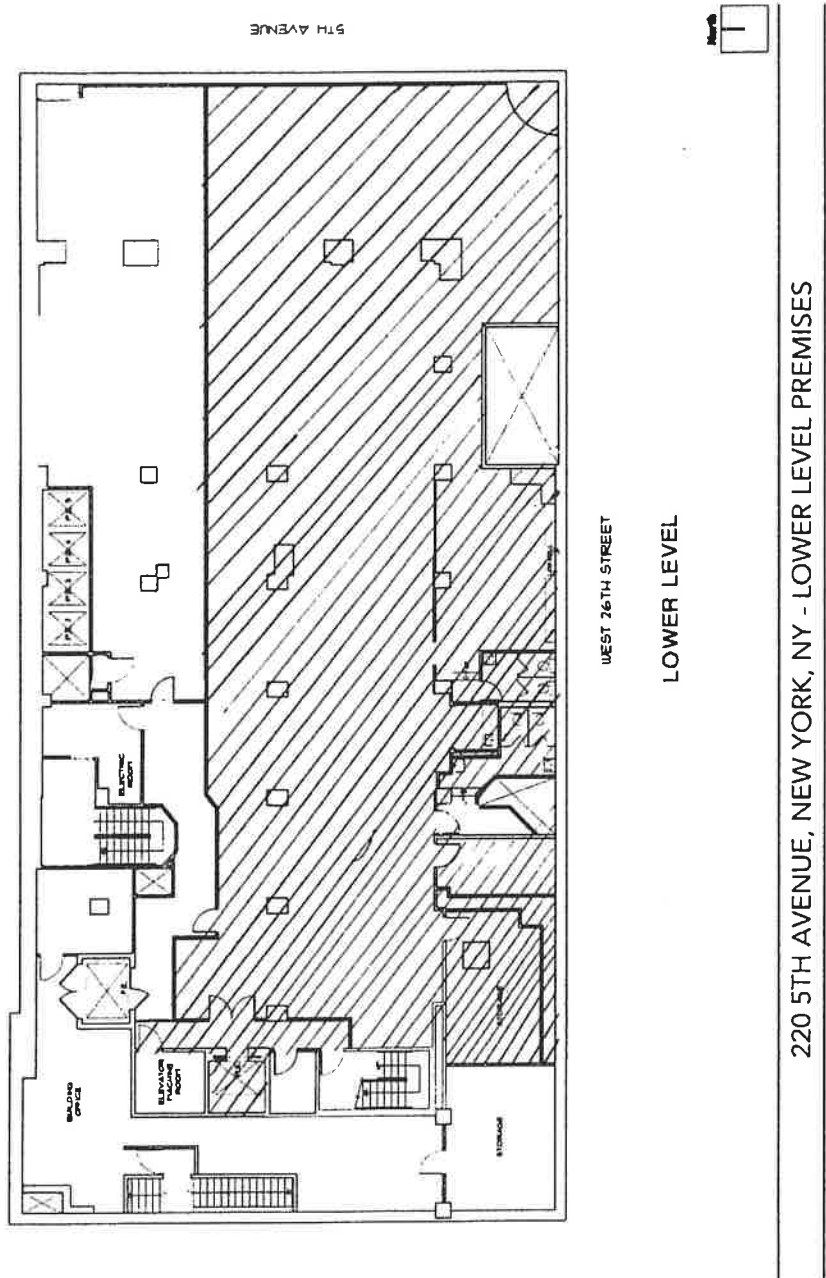
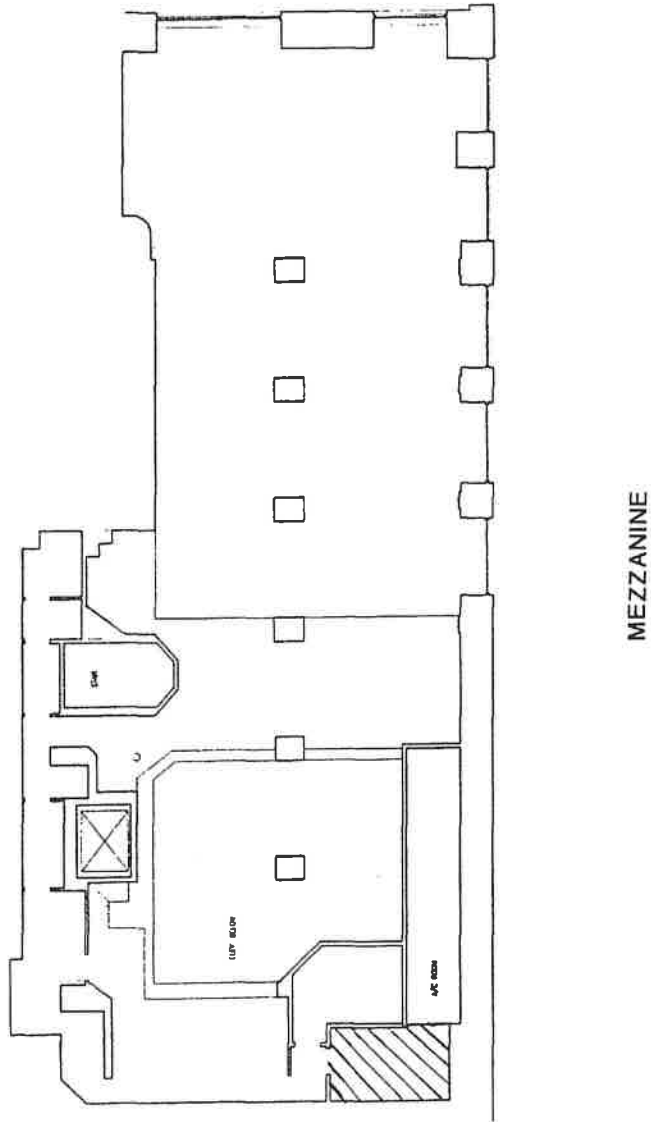

By: *Matthew Leach*
Title: *Authorized Signatory*

Exhibit "1"





A handwritten signature in black ink, likely belonging to the Tenant, written over the signature line.

The Demised Premises

Not to scale; all dimensions approximate; subject to actual conditions.

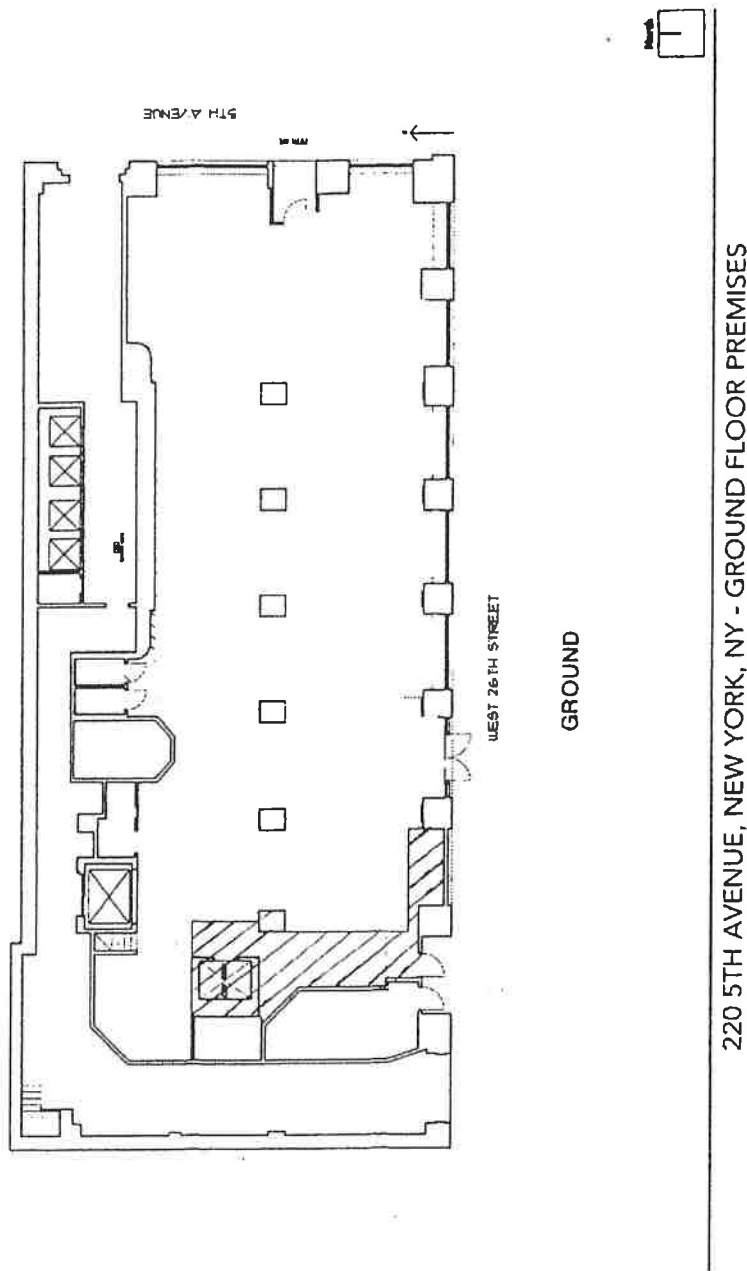


Exhibit "2"



STELLAR MANAGEMENT

Date : 12/15/2017

Lease Ledger

Code t0819146 Property 220fifth Lease From 3/15/2016
 Name Scorpion Club Ventures, LLC Unit 220-SUBC Lease To 10/31/2031

Date	Description	Unit	Charge	Payment	Balance	Chg/Rec
4/1/2017	Previous balance carried forward.	220-SUBC	18,319.96		18,319.96	<u>31513435</u>
4/1/2017	Previous balance carried forward.	220-SUBC	4,197.00		22,516.96	<u>31513437</u>
4/1/2017	Commercial Rent (04/2017)	220-SUBC	17,706.42		40,223.38	<u>31513679</u>
4/1/2017	Sprinkler Charge (04/2017)	220-SUBC	200.00		40,423.38	<u>31513680</u>
4/1/2017	:Posted by QuickTrans (secdep)	220-SUBC	100,000.00		140,423.38	<u>31540924</u>
4/1/2017	Chk# :QuickTrans :Posted by QuickTrans			100,000.00	40,423.38	<u>6293195</u>
5/1/2017	Electric Sub-meter 03/21/17-04/19/17	220-SUBC	227.46		40,650.84	<u>31537972</u>
5/1/2017	Commercial Rent (05/2017)	220-SUBC	17,706.42		58,357.26	<u>31538331</u>
5/1/2017	Sprinkler Charge (05/2017)	220-SUBC	200.00		58,557.26	<u>31538332</u>
6/1/2017	Commercial Rent (06/2017)	220-SUBC	17,706.42		76,263.68	<u>31566235</u>
6/1/2017	Sprinkler Charge (06/2017)	220-SUBC	200.00		76,463.68	<u>31566236</u>
6/1/2017	Electric Sub-meter 4/19/17-05/09/17	220-SUBC	155.03		76,618.71	<u>31567055</u>
7/1/2017	Electric Sub-meter 5/09/17-06/08/17	220-SUBC	244.12		76,862.83	<u>31593009</u>
7/1/2017	Commercial Rent (07/2017)	220-SUBC	17,706.42		94,569.25	<u>31596470</u>
7/1/2017	Commercial Sprinkler and Water (07/2017)	220-SUBC	200.00		94,769.25	<u>31596471</u>
7/25/2017	Chk# 1679718332 :CHECKscan Payment			19,537.70	75,231.55	<u>6372035</u>
8/1/2017	Real Estate Tax for the period 07/17-06/18	220-SUBC	9,227.33		84,458.88	<u>31618030</u>
8/1/2017	Electric sub-meter 06/08/17-07/10/17	220-SUBC	200.96		84,659.84	<u>31624412</u>
8/1/2017	Commercial Rent (08/2017)	220-SUBC	17,706.42		102,366.26	<u>31624706</u>
8/1/2017	Commercial Sprinkler and Water (08/2017)	220-SUBC	200.00		102,566.26	<u>31624707</u>
9/1/2017	Electric sub-meter 7/10/17-08/08/17	220-SUBC	180.25		102,746.51	<u>31653614</u>
9/1/2017	Commercial Rent (09/2017)	220-SUBC	17,706.42		120,452.93	<u>31653885</u>

9/1/2017	Commercial Sprinkler and Water (09/2017)	220-SUBC	200.00		120,652.93	<u>31653886</u>
10/1/2017	Electric sub-meter 08/08/17-09/07/17	220-SUBC	165.18		120,818.11	<u>31679659</u>
10/1/2017	Commercial Rent (10/2017)	220-SUBC	7,996.45		128,814.56	<u>31679920</u>
10/1/2017	Commercial Rent (10/2017)	220-SUBC	10,001.27		138,815.83	<u>31679921</u>
10/1/2017	Commercial Sprinkler and Water (10/2017)	220-SUBC	200.00		139,015.83	<u>31679922</u>
10/18/2017	Credit October 2017 Rent	220-SUBC	(86,460.91)		52,554.92	<u>31708037</u>
10/18/2017	October 2017 Debit Judgement.	220-SUBC	3,509.99		56,064.91	<u>31708038</u>
10/18/2017	Credit Sprinkler charge.	220-SUBC	(600.00)		55,464.91	<u>31708039</u>
11/1/2017	Electric sub-meter 09/07/17-10/06/17	220-SUBC	284.62		55,749.53	<u>31707792</u>
11/1/2017	Commercial Rent (11/2017)	220-SUBC	18,237.63		73,987.16	<u>31709209</u>
11/1/2017	Commercial Sprinkler and Water (11/2017)	220-SUBC	200.00		74,187.16	<u>31709210</u>
11/1/2017	Judgement Receivable (11/2017)	220-SUBC	3,505.99		77,693.15	<u>31709211</u>
11/2/2017	Chk# 001111 :CHECKscan Payment			22,035.18	55,657.97	<u>6469931</u>
11/15/2017	1 Replacement Meter	220-SUBC	2,142.86		57,800.83	<u>31734510</u>
11/28/2017	Chk# :ACHWEB Online Payment Reversed by ctrl#6510795			12,000.00	45,800.83	<u>6488636</u>
11/29/2017	Chk# :ACHWEB Online Payment Reversed by ctrl#6510793			9,890.00	35,910.83	<u>6489474</u>
11/29/2017	Chk# :ACHWEB Online Payment			9,890.00	26,020.83	<u>6489476</u>
12/1/2017	Electric sub-meter 10/12/17-11/09/17	220-SUBC	192.96		26,213.79	<u>31737795</u>
12/1/2017	Commercial Rent (12/2017)	220-SUBC	18,237.63		44,451.42	<u>31738028</u>
12/1/2017	Commercial Sprinkler and Water (12/2017)	220-SUBC	200.00		44,651.42	<u>31738029</u>
12/1/2017	Judgement Receivable (12/2017)	220-SUBC	3,505.99		48,157.41	<u>31738030</u>
12/1/2017	Late fees as of December 2017	220-SUBC	24,572.00		72,729.41	<u>31759430</u>
12/7/2017	Chk# :ACHWEB Online Payment			13,000.00	59,729.41	<u>6504233</u>
12/15/2017	Returned check charge	220-SUBC	25.00		59,754.41	<u>31761541</u>
12/15/2017	Chk# :ACHWEB NSF receipt Ctrl# 6489474			(9,890.00)	69,644.41	<u>6510793</u>
12/15/2017	Chk# :ACHWEB NSF receipt Ctrl# 6488636			(12,000.00)	81,644.41	<u>6510795</u>

AFFIDAVIT OF SERVICE

STATE OF NEW YORK }
 } s.s.
COUNTY OF NEW YORK }

I, Joshua Kossoff, being duly sworn, deposes and says:

I am not a party to this action, am over 18 years of age and reside in the Bronx, New York.

On December 20, 2017, I served the within **NOTICE OF INTENT** upon:

Scorpion Fitness, Inc.
220 Fifth Avenue,
New York, New York 10001

Scorpion Club Ventures LLC
220 Fifth Avenue,
New York, New York 10001

Scorpion Fitness, Inc.
325 Fifth Avenue, Ste. 41E
New York, New York 10016

Scorpion Club Ventures LLC
325 Fifth Avenue, Ste. 41E
New York, New York 10016

Scorpion Fitness, Inc.
88 Lexington Ave., Ste. 9D
New York, New York, 10016

Scorpion Club Ventures LLC
88 Lexington Ave., Ste. 9D
New York, New York, 10016

by certified mail, return receipt requested, and by first class mail with certificates of mailing, by placing the same in postpaid, properly addressed envelopes and delivering said envelopes to a postal employee at a United States Post Office in the Borough of Manhattan, City and State of New York for processing under the exclusive care and custody of the United States Postal Service, Church Street Station Branch, within the City, County and State of New York.



Joshua Kossoff

Sworn to before me this
22nd day of December 2017


Notary Public



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Kossoff, PLLC

217 Broadway Suite 401

New York, NY 10007

To: Scorpion Fitness, Inc.

220 Fifth Avenue

New York, New York 10001

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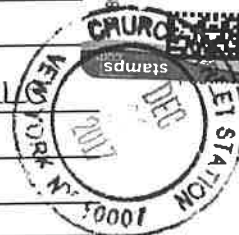
217 Broadway – Suite 401

New York, NY 10007

To:

Scorpion Club Ventures LLC
325 Fifth Avenue, Ste. 41E
New York, New York 10016**\$1.350****US POSTAGE
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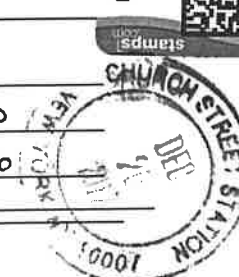
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To:

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New York, New York 10001

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